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MEHUL K. PATEL, M.D., P.A.

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FILENSE GIVE ORIGINAL SURMISSION

March 9, 2012

FLORIDA DEPARTMENT OF STATE GIVE ORIGINAL SUBMISSION
Division of Corporations

HEASE DATE AS FILE DATE

OF STATE ORIGINAL SUBMISSION

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MEEUL K. PATEL, M.D., P.A. 1882 MUIRFIELD WAY OLDSMAR, FL 34677US

SUBJECT: MEHUL R. PATEL, M.D., P.A.

REF: P93000026827

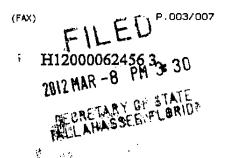
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Annette Ramsey Regulatory Specialist II FAX Aud. #: H12000062456 Letter Number: 812A00008922

PALEASE GIVE ORIGINAL SURMISSION



AMENDED AND RESTATED ARTICLES OF INCORPORATION OF MEHUL K. PATEL, M.D., P.A.

Pursuant to Section 607.1007 of the Florida Business Corporation Act, MEHUL K. PATEL, M.D., P.A., a Florida professional services corporation (the "Corporation"), hereby amends and restates the Articles of Incorporation of the Corporation effective as of the date of filing of these Amended and Restated Articles of Incorporation with the Secretary of State of Florida, to read as follows:

ARTICLE I - NAME

The name of this Corporation shall be:

MEHUL K. PATEL, M.D., INC.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal place of business of the Corporation shall be:

2323 Curlew Road, Suite 6E Dunedin, Florida 34698

The mailing address of the Corporation shall be that set forth above.

ARTICLE III - CAPITAL STOCK

- 3.1 Number and Class. The aggregate number of shares which the Corporation shall have the authority to issue is fifty (50.00) shares, all of which shall be common stock with a par value of \$1.00 per share (the "Common Stock").
- 3.2 <u>Common Stock</u>. Except as herein otherwise expressly provided, all shares of Common Stock shall be identical and shall entitle the holders thereof to the same rights and privileges.

3.3 Voting. The holders of Common Stock shall be entitled to one vote, in person or by proxy, for each share of Common Stock standing in his, her or its name on the books of the Corporation on all matters to be voted on by the stockholders of the Corporation.

ARTICLE IV - REGISTERED AGENT AND ADDRESS

The Corporation's registered agent shall be NRAI Services, Inc., and the street address of the initial registered office of the Corporation in the State of Florida is 515 East Park Avenue, Tallahassee, Florida 32301.

ARTICLE V - MANAGEMENT

5.1 <u>NUMBER</u>. The business of the Corporation shall be managed by a Board of Directors consisting of at least one (1) member. The name and address of the initial member is as follows:

Mehul K. Patel, M.D. 1882 Mulrfield Way Oldsmar, Florida 34677

5.2 <u>POWERS: ACTION.</u> The Board of Directors shall act for the Corporation and shall have the power to decide all matters relating to the conduct of business of the Corporation.

ARTICLE VI-PURPOSE

The purpose for which the Corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE VII-POWERS

The Corporation shall possess and exercise all the powers and privileges granted by Chapter 607 of the Florida Statutes, or by any other law of Florida, together with all powers necessary or convenient to the conduct, promotion, or attainment of the activities or purposes of the Corporation, limited only by any restrictions set forth in these Amended and Restated Articles of Incorporation.

ARTICLE VIII -TERM OF EXISTENCE

The duration of the Corporation shall be perpetual.

ARTICLE IX OFFICERS

- 11.1 <u>NUMBER: ADDITIONAL OFFICERS</u>. The Corporation shall have three (3) officers. They are the President, Treasurer and Secretary. The Corporation may, at the discretion of the Board of Directors, provide for different categories of officers, and may have additional and assistant officers including, without limitation thereto, Assistant Treasurers and Assistant Secretaries.
- 11.2 <u>POWERS AND DUTIES</u>. The powers and duties of the officers of the Corporation shall be those usually pertaining to their respective offices, or as may be specifically directed in these Amended and Restated Articles of Incorporation or by the Bylaws of this Corporation.

ARTICLE X BYLAWS

The Board of Directors shall have the power and authority to adopt, amend, and alter the Bylaws of the Corporation.

ARTICLE XI AMENDMENT

These Amended and Restated Articles of Incorporation may be amended in the manner prescribed by law.

ARTICLE XII INDEMNIFICATION

Any person who was or is a party to any proceeding (other than an action by, or in the right of, the Corporation) by reason of the fact that such person, is or was a director, officer, employee or agent of the Corporation, or of any corporation, partnership, joint venture, trust or other enterprise in which such person served as such at the request of the Corporation, shall be indemnified by the Corporation against the expenses, including attorneys' fees, actually and

reasonably incurred by such person in connection with the defense of such proceeding, or in connection with any appeal thereof, if such person acted in good faith and in a matter such person reasonably believed to be in, or not opposed to, the best interests of the Corporation and, with respect to any criminal action or proceeding, had no reason to believe such person's conduct was unlawful.

The foregoing right of indemnification shall not be deemed exclusive of any other rights to which any officer, director or employee may be entitled apart from the provisions of this Section.

ARTICLE XIII GOVERNING DOCUMENTS

To the extent any provision of these Amended and Restated Articles of Incorporation are in conflict with the Bylaws of the Corporation, these Amended and Restated Articles of Incorporation shall control.

ARTICLE XIV INCORPORATOR

The name and address of the incorporator is:

Mehui K. Patal, M.D., 1882 Mulrfield Way, Oldsmar, Florida 34677.

These Amended and Restated Articles of Incorporation were duly adopted by the Board of Directors of the Corporation and the shareholders of the Corporation by unanimous written consents of the Board of Directors and shareholders of the Corporation, effective as of March 2, 2012, and which unanimous approval by the shareholders reflects that the number of votes cast for the amendment by the shareholders was sufficient for approval of these Amended and Restated Articles of Incorporation by the shareholders.

IN WITNESS WHEREOF, MEHUL K. PATEL, M.D., P.A. has caused these Amended and Restated Articles of Incorporation to be executed this 2 day of March, 2012.

MCDoly

Mahul K. Patel, President

CERTIFICATE ACCEPTING DESIGNATION AS AN AGENT UPON WHOM SERVICE OF PROCESS WITHIN THIS STATE MAY BE SERVED

I hereby accept the appointment as registered agent contained in the foregoing Amended and Restated Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.

NRAI SERVICES, INC.

Print Name: Katie Wonsch

Title: Assistant Secretary

Registered Agent

Dated: March 8, 2012